

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

SUGARFINA, INC., *et al.*

Debtors.

Chapter 11

Case No. 19-11973 (MFW)  
(Jointly Administered)

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON OCTOBER 7, 2019 AT 10:30 A.M. (ET)**

**MATTERS GOING FORWARD:**

1. Debtors' Motion for Entry of an Order: (I) (A) Approving Bidding Procedures and Protections in Connection with a Sale of Substantially All of Debtors' Assets Free and Clear of Liens, and Sale Hearing; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Procedures for the Assumption and Assignment of Contracts and Leases; (E) Granting Related Relief and (II) (A) Authorizing and Approving the Sale of Substantially All the Debtors' Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (B) Authorizing and Approving the Assumption and Assignment of Certain Contracts and Leases; and (C) Granting Related Relief [D.I. 62, filed September 10, 2019]

Objection/Response Deadline: September 17, 2019 at 4:00 p.m., extended to September 23, 2019 at 4:00 p.m. (ET) for Official Committee of Unsecured Creditors, United States Trustee, Short Hills, International Market Place, ShopCore Properties, Domain Northside Retail, The Macerich Company, The Forbes Company, A/R Retail, LLC, and Federal Realty Investment Trust.

Objection/Responses Filed:

- A. Landlord BP Prucenter Acquisition LLC's Limited Objection to Debtors' Motion for Entry of an Order: (I) (A) Approving Bidding Procedures and Protections in Connection with a Sale of Substantially All of Debtors' Assets Free and Clear of Liens, and Sale Hearing; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Procedures for the Assumption and Assignment of Contracts and Leases; (E) Granting Related Relief and (II) (A) Authorizing and Approving the Sale of Substantially All the Debtors' Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (B) Authorizing and Approving the Assumption and Assignment of Certain Contracts and Leases; and (C) Granting Related Relief [D.I. 108, filed September 19, 2019]
- B. Informal comments received from Official Committee of Unsecured Creditors, United States Trustee, and various landlords.
- C. Joinder of Domain Northside Retail Property Owner LP to Landlord BP Prucenter Acquisition LLC's Limited Objection to Debtors' Motion for Entry of an Order: (I) (A) Approving Bidding Procedures and Protections in Connection with a Sale of

Substantially All of Debtors' Assets Free and Clear of Liens, and Sale Hearing; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Procedures for the Assumption and Assignment of Contracts and Leases; (E) Granting Related Relief and (II) (A) Authorizing and Approving the Sale of Substantially All the Debtors' Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (B) Authorizing and Approving the Assumption and Assignment of Certain Contracts and Leases; and (C) Granting Related Relief [D.I. 110, filed September 20, 2019]

- D. Limited Objection of Federal Realty Investment Trust, The Forbes Company, The Macerich Company, and the Related Companies to the Debtors' Motion for Entry of an Order: (I) (A) Approving Bidding Procedures and Protections in Connection with a Sale of Substantially All of Debtors' Assets Free and Clear of Liens, and Sale Hearing; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Procedures for the Assumption and Assignment of Contracts and Leases; (E) Granting Related Relief and (II) (A) Authorizing and Approving the Sale of Substantially All the Debtors' Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (B) Authorizing and Approving the Assumption and Assignment of Certain Contracts and Leases; and (C) Granting Related Relief [D.I. 128, filed September 23, 2019]
- E. Objection [by Bristol Investment Fund, Ltd.] to Debtors' Motion for Entry of an Order: (I) (A) Approving Bidding Procedures and Protections in Connection with a Sale of Substantially All of Debtors' Assets Free and Clear of Liens, and Sale Hearing; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Procedures for the Assumption and Assignment of Contracts and Leases; (E) Granting Related Relief and (II) (A) Authorizing and Approving the Sale of Substantially All the Debtors' Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (B) Authorizing and Approving the Assumption and Assignment of Certain Contracts and Leases; and (C) Granting Related Relief [D.I. 129, filed September 23, 2019]
- F. Joinder of the Taubman Landlords to the Limited Objection of Federal Realty Investment Trust, The Forbes Company, The Macerich Company, and the Related Companies to the Debtors' Motion for Entry of an Order: (I) (A) Approving Bidding Procedures and Protections in Connection with a Sale of Substantially All of Debtors' Assets Free and Clear of Liens, and Sale Hearing; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Procedures for the Assumption and Assignment of Contracts and Leases; (E) Granting Related Relief and (II) (A) Authorizing and Approving the Sale of Substantially All the Debtors' Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (B) Authorizing and Approving the Assumption and Assignment of Certain Contracts and Leases; and (C) Granting Related Relief [D.I. 130, filed September 23, 2019]
- G. United States Trustee's Objection to Debtors' Motion for Entry of an Order: (I) (A) Approving Bidding Procedures and Protections in Connection with a Sale of Substantially All of Debtors' Assets Free and Clear of Liens, and Sale Hearing; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Procedures for the Assumption and Assignment of Contracts and Leases; (E) Granting Related Relief

and (II) (A) Authorizing and Approving the Sale of Substantially All the Debtors' Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (B) Authorizing and Approving the Assumption and Assignment of Certain Contracts and Leases; and (C) Granting Related Relief [D.I. 162, filed September 27, 2019]

- H. Omnibus Objection of the Official Committee of Unsecured Creditors to the Debtors' Motions for (I) a Final Order Authorizing Postpetition Financing and (II) an Order Approving Bidding Procedures and Stalking Horse Agreement [D.I. 166, filed September 27, 2019]
- I. Reply in Support of Debtors' Motion for Entry of an Order: (I) (A) Approving Bidding Procedures and Protections in Connection with a Sale of Substantially All of Debtors' Assets Free and Clear of Liens, Claims, Encumbrances, and Interests; (B) Scheduling an Auction and Sale Hearing; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Procedures for the Assumption and Assignment of Contracts and Leases; and (E) Granting Related Relief and (II) (A) Authorizing and Approving the Sale of Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (B) Authorizing and Approving the Assumption and Assignment of Certain Contracts and Leases; and (C) Granting Related Relief [D.I. 190, filed October 2, 2019]

Related Documents:

- A. Debtors' Motion for Entry of an Order Shortening the Notice Period [D.I. 63, filed September 10, 2019]
- B. Order Shortening the Notice Period [D.I. 66; signed September 11, 2019]
- C. Notice of Hearing and Response Deadline with Respect to the Debtors' Bid Procedures Motion [D.I. 69, filed September 11, 2019]
- D. Declaration of Lance Miller in Support of Debtors' Reply in Support of Debtors' Motion for Entry of an Order: (I) (A) Approving Bidding Procedures and Protections in Connection with a Sale of Substantially All of Debtors' Assets Free and Clear of Liens, Claims, Encumbrances, and Interests; (B) Scheduling an Auction and Sale Hearing; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Procedures for the Assumption and Assignment of Contracts and Leases; and (E) Granting Related Relief and (II) (A) Authorizing and Approving the Sale of Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (B) Authorizing and Approving the Assumption and Assignment of Certain Contracts and Leases; and (C) Granting Related Relief [D.I. 191, filed October 2, 2019]

Status: This matter is going forward.

- 2. Motion of Debtors Pursuant to Sections 105, 361, 362, 363, 364, and 507 of the Bankruptcy Code, Bankruptcy Rule 4001, and Local Rule 4001-2, for Interim and Final Orders (I) Authorizing Debtors to Obtain Postpetition Financing and Use Cash Collateral; (II) Granting

Liens and Super-Priority Claims and Adequate Protection; (III) Scheduling a Final Hearing; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief [D.I. 21, filed September 6, 2019]

Objection/Response Deadline: September 17, 2019 at 4:00 p.m., extended to September 23, 2019 at 4:00 p.m. (ET) for Official Committee of Unsecured Creditors, Short Hills, International Market Place, ShopCore Properties, Domain Northside Retail, The Macerich Company, The Forbes Company, A/R Retail, LLC, and Federal Realty Investment Trust.

Objection/Responses Filed:

- A. Bristol Investment Fund, Ltd.'s Objection and Reservation of Rights to Entry of a Final Order Approving Debtors' Motion for Order (I) Authorizing the Debtors to Obtain Postpetition Secured Financing, (II) Granting Related Liens and Superpriority Administrative Expense Status, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, and (V) Authorizing the Debtors' Use of Cash Collateral and (VI) Scheduling a Final Hearing [D.I. 93, filed September 16, 2019]
- B. Notice of Filing of Corrected Exhibit B [D.I. 94, filed September 17, 2019]
- C. Informal comments received from Official Committee of Unsecured Creditors and various landlords.
- D. Omnibus Objection of the Official Committee of Unsecured Creditors to the Debtors' Motions for (I) a Final Order Authorizing Postpetition Financing and (II) an Order Approving Bidding Procedures and Stalking Horse Agreement [D.I. 166, filed September 27, 2019]

Related Documents:

- A. Declaration of Adam Meislik in Support of Debtors' Motion for Entry of Interim and Final Orders Authorizing Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362 and 364 and Use of Cash Collateral [D.I. 22, filed September 6, 2019]
- B. Interim Order (I) Authorizing the Debtors to Obtain Postpetition Secured Financing, (II) Granting Liens and Superpriority Administrative Expense Status, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, and (V) Authorizing the Debtors' Use of Cash Collateral and (VI) Scheduling a Final Hearing [D.I. 71; signed September 11, 2019]
- C. Notice of Hearing [D.I. 74, filed September 11, 2019]
- D. Debtors' Reply in Support of Motion for a Final Order Authorizing Postpetition Financing [D.I. 177, filed September 30, 2019]
- E. Declaration of Lance Miller in Support of Debtors' Reply in Support of Motion for a Final Order Authorizing Postpetition Financing [D.I. 178, filed September 30, 2019]

F. Declaration of Adam Meislik in Support of Debtors' Reply in Support of Motion for a Final Order Authorizing Postpetition Financing [D.I. 179, filed September 30, 2019]

Status: This matter is going forward.

Dated: October 3, 2019

**MORRIS JAMES LLP**

/s/ Brya M. Keilson

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